UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF MICHIGAN SOUTHERN DIVISION

In re:)	Chapter 9
CITY OF DETROIT, MICHIGAN,)	Case No. 13-53846
D 1.)	Hon. Steven W. Rhodes
Debtor.) _)	

CITY-OF DETROIT'S-DISCLOSURE-OF ---- FEES AND EXPENSES

The City of Detroit hereby submits the attached disclosure of fees and expenses, pursuant to this Court's Order dated December 15, 2014 (Dkt. # 8710).

/s/ Stanley L. de Jongh
Stanley L. de Jongh (P 41462)
Melvin Butch Hollowell, Jr. (P37834)
Charles N. Raimi (P29746)
City of Detroit Law Department
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Detroit, Michigan 48226
(313) 237-5037
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Counsel for the City of Detroit, represented by its Mayor and Corporation Counsel

Date: January 2, 2015

CERTIFICATE OF SERVICE

Stanley L. de Jongh, Esq., hereby certifies and affirms that he caused a true and accurate copy of the foregoing CITY OF DETROIT'S DISCLOSURE OF FEES AND EXPENSES and this CERTIFICATE OF SERVICE to be served pursuant to the U.S. Bankruptcy Court's CM/ECF System on this 2nd day of January, 2015.

/s/ Stanley L. de Jongh, Esq.

DISCLOSURE BY CITY OF DETROIT OF CERTAIN BANKRUPTCY FEES AND EXPENSES

City Professionals Subject to Fee Examiner Review		Tot	al FY14 &
Conway Mackenzle (Operational Restructuring Advisor)	(\$ In millions)		COSTS (1)
Ernst & Young (Financial Restructuring Advisor) 0.33 0.33 0.98 Day (Counsel) 0.33 0.98 Day (Counsel) 0.33 0.98 Day (Counsel) 0.38 0.98 Day (Counsel) 0.38 0.98 Day (Counsel) 0.38 0.98 Day (Counsel) 0.38 0.98	Conway Mackenzle (Operational Restructuring Advisor)	\$	
Foley & Lardner LIP (Claims Counsel) 57.90	. ,		
Jones Day (Counsel) 57.90 Kurtzman Carson Consultants (Claims/Noticing Agent) 3.85 Miller Buckfre (Investment Banker) 1.97 Miller Canfield (Local and Bond Counsel) 6.72 Pepper Hamilton LLP (Litigation Counsel) 2.69 Total for Professionals Subject to Fee Review 134.20 Other City Professionals Subject to Fee Review 134.20 Other City Professionals Abernathy MacGregor 0.48 Alphalit 0.47 Black Letter 1.33 Butzel Long 0.29 Christie's Appraisals Inc. 0.30 Detroit Institute of Arts 0.04 Duffey Petrosky 0.22 Galardi Rothstein Group 0.26 Hodges-Mace Benefits Group 0.05 Kessler International 0.15 Manhattan Institute & Bratton 0.59 Miller Canfield (Labor) 0.40 Nowling & Company 0.15 Plante Moran 1.21 RR Donnelly 0.22 Togut, Segal & Segal - UHY Advisors 0.17 Xact Data Discovery 0.25 Total for Other City Professionals 140.78 Retiree Committee Professional Fees Lazard (Financial Advisor) 5.56 Dentons (Counsel) 15.41 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 5.56 Dentons (Counsel) 1.54 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 1.90 Segal (Actuary) 3.62 Total One of the City Professional Fees Lazard (Financial Advisor) 5.56 Dentons (Counsel) 1.54 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 1.90 Segal (Actuary) 3.62 Total One of the City Professional Fees Lazard (Financial Advisor) 5.56 Dentons (Counsel) 1.54 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 1.54 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 1.54 Brooks Willians Sharkey & Turco PLLC (Local Counsel) 1.90 Segal (Actuary) 3.62 Total One of the City Professional Fees 1.31 Jams 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Glina M. Torielli 0.13 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total Cess	- · · · · · · · · · · · · · · · · · · ·		
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Miller Canfield (Labor) 0.40 Nowling & Company 0.15 Plante Moran 1.21 RR Donnelly 0.22 Togut, Segal & Segal - UHY Advisors 0.17 Xact Data Discovery 0.25 Total for Other City Professionals 6.58 Total For Other City Professionals Retiree Committee Professional Fees Lazard (Financial Advisor) 5.56 Dentons (Counsel) 15.41 Brooks Wilkins Sharkey & Turco PLLC (Local Counsel) 1.00 Segal (Actuary) 3.62 Total 25.59 Fee Examiner Parties Kapila Mukamal LLP 0.27 Shaw Fishman Glantz & Towbin LLC 1.05 Total 1.32 Mediators Gerald E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 <td></td> <td></td> <td>0.15</td>			0.15
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RR Donnelly Togut, Segal & Segal UHY Advisors O.17 Xact Data Discovery O.25 Total for Other City Professionals Retiree Committee Professional Fees Lazard (Financial Advisor) Dentons (Counsel) Brooks Wilkins Sharkey & Turco PLLC (Local Counsel) Segal (Actuary) Total Fee Examiner Parties Kapila Mukamal LLP Shaw Fishman Glantz & Towbin LLC Total Mediators Geraid E. Rosen Barris, Sott, Denn & Driker PLLC Gina M. Torielli Jams O.04 Total Judge's Experts Phoenix Management Services Squire Patton Boggs Total Less: State Reimbursements (5.29)			
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Total City Professionals 140.78			
Retiree Committee Professional Fees Lazard (Financial Advisor) 5.56 Dentons (Counsel) 15.41 Brooks Wilkins Sharkey & Turco PLLC (Local Counsel) 1.00 Segal (Actuary) 3.62 Total 25.59 Fee Examiner Parties Kapila Mukamal LLP 0.27 Shaw Fishman Glantz & Towbin LLC 1.05 Total 1.32 Mediators Geraid E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements (5.29)	Total for Other City Professionals		6.58
Lazard (Financial Advisor) 5.56 Dentons (Counsel) 15.41 Brooks Wilkins Sharkey & Turco PLLC (Local Counsel) 1.00 Segal (Actuary) 3.62 Total 25.59 Fee Examiner Parties	Total City Professionals		140.78
Dentons (Counsel) 15.41	Retiree Committee Professional Fees		
Brooks Wilkins Sharkey & Turco PLLC (Local Counsel) 3.00	Lazard (Financial Advisor)		5.56
Segal (Actuary) 3.62 Total 25.59 Fee Examiner Parties			
Total 25.59 Fee Examiner Parties Xapila Mukamal LLP 0.27 Shaw Fishman Glantz & Towbin LLC 1.05 Total 1.32 Mediators Serald E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)			
Fee Examiner Parties Kapila Mukamal LLP 0.27 Shaw Fishman Glantz & Towbin LLC 1.05 Total 1.32 Mediators Gerald E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)			
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Shaw Fishman Glantz & Towbin LLC 1.05 Total 1.32 Mediators 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)	Fee Examiner Parties		
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Mediators Gerald E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)	Shaw Fishman Glantz & Towbin LLC		1.05
Gerald E. Rosen 0.00 Barris, Sott, Denn & Driker PLLC 0.81 Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)	Total .		1.32
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Gina M. Torielli 0.13 Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)	Gerald E. Rosen		0.00
Jams 0.04 Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements (2) (5.29)	Barris, Sott, Denn & Driker PLLC		0.81
Total 0.98 Judge's Experts Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements(2) (5.29)			
Judge's Experts Phoenix Management Services Squire Patton Boggs Total Less: State Reimbursements ⁽²⁾ 1.31 1.53 (5.29)			
Phoenix Management Services 1.31 Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements (2) (5.29)	Total		0.98
Squire Patton Boggs 0.22 Total 1.53 Less: State Reimbursements (2) (5.29)	Judge's Experts		
Total 1.53 Less: State Reimbursements ⁽²⁾ (5.29)	- •		1.31
Less: State Reimbursements ⁽²⁾ (5.29)	Squire Patton Boggs		0.22
	Total		1.53
Total fees paid out of General Fund (3) \$ 164.91	Less: State Reimbursements ⁽²⁾		(5.29)
	Total fees paid out of General Fund ⁽³⁾	\$	164.91

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DISCLOSURE BY CITY OF DETROIT OF CERTAIN BANKRUPTCY FEES AND EXPENSES

(\$ In millions)	(0)((553*)(0)()	al FY14 & Costs (1)
Total fees paid out of Enterprise Fund		
Dykema Gossett PLLC		0.42
Kilpatrick & Associates		0.41
Ottenwess, Allman & Taweel		0.21
Total	\$	1.04
Total fees paid directly by PFRS and GRS		
Clark Hill		6.25
Greenhill		5.71
Total	Ś	11.96

Notes

(1) Includes (a) fees and expenses incurred post-petition through the effective date and (b) fees and expenses incurred pre-petition but paid in FY14. Fees and expenses incurred pre-petition but paid in FY14 were included as those costs were paid with FY14 budget funds.

-(2) The Initial State Reimbursement is \$5,064,669-Galardi Rothstein's fees will also be reimbursed by the state.

(3) The Plan of Adjustment budget was \$177 million.

Dated: December 30, 2014